



Extraordinary General Meeting (EGM)

AGENDA

I. **Opening of the Meeting.**

II. **Calling the Meeting to Order.**

III. **Nomination and Appointment of a Chairman.**

Mr. Patrick Lowry (Director) will serve as Chairperson of the General Meeting. If Mr. Lowry is prevented from serving as the chairperson for a weighty reason, the Board of Directors will appoint a person they deem most suitable to serve as the Chairperson.

IV. **Confirmation of Quorum (not less than 51% of the members holding an equivalent paid-up voting share capital of the company).**

V. **Recording the Attendance at the Meeting and Adoption of the List of Votes.**

Shareholders who have voted in advance within the advance voting period and who are entitled to participate in the General Meeting will be deemed shareholders participating in the meeting.

VI. **Election of one or two persons to verify the minutes.**

During the Meeting, a person will be chosen to scrutinise the minutes.

I. **To approve the following Extraordinary Resolution and Ordinary Resolutions:**

- VII. **Extraordinary Resolution:** The Board of Directors proposes that Pursuant to Clause 60(iii) of the Articles of Association, authorisation will be granted to reduce the notice period from twenty-one (21) days to fourteen (14) days' having obtained approval by a majority of not less than two-thirds of the shares having voting rights or the issued share capital represented at the meeting. The notice shall be exclusive of the day on which it is served or deemed to be served and of the day for which it was given.

- VIII. **Ordinary Resolution:** The Board of Directors is proposing that pursuant to Clause 109 of the Company's Memorandum and Articles of Association, Dr Michael Calleja is nominated and appointed to the Board as a Non-Executive Director by Ordinary Resolution.

- IX. **Ordinary Resolution:** The Board of Directors is proposing that pursuant to Clause 109 of the Company's Memorandum and Articles of Association, Mr. Nicholas Lap-Kay Nigam is also to be nominated and appointed as Chairman and Non-Executive Director by Ordinary Resolution.

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- X. **Ordinary Resolution:** Approval of the remuneration of Mr Nicholas Lap-Kay Nigam, Chairman and Non-Executive Director, to be €70,000 per annum.
- XI. **Ordinary Resolution:** Approval of the remuneration of Dr Michael Calleja as Non-Executive Director, at €18,000 per annum
- XII. **Any other matters arising.**
- XIII. **Closing of the Meeting.**

By order of the Board of Directors.

Thursday, 13th December 2024.

Rebecca Camilleri

Dr. Rebecca Camilleri
Company Secretary